

**MINUTES OF THE REGULAR MEETING
MASSILLON CITY COUNCIL
HELD MONDAY, DECEMBER 17, 2018**

COUNCIL PRESIDENT ISTNICK – Welcome to the Massillon City Council Meeting for Monday, December 17, 2018. We have in attendance with us the following city officials: Mayor Kathy Catazaro-Perry, Safety Service Director, Joel Smith, Law Director, Andrea Scassa, Economic Development Director, David Maley, and Income Tax/Budget Director, Barb Sylvester, from our legal team, Lee Plakas and David Dingwell, from the Aultman Foundation, Ed Roth and Kevin Pete. On the wall to the left are agendas if you wish to follow the meeting. Also, if you look at the agenda, under item #5 is where the public can speak on any item that appears on tonight's agenda and then under item #17 is where the public can speak on any item that does NOT appear on tonight's agenda. I want remind anyone with cell phones, please turn them down or set them to vibrate.

COUNCIL PRESIDENT ISTNICK – Roll call.

1. ROLL CALL

Roll call for the evening found the following Council Members present: Milan Chovan. Jill Creamer, Sarita Cunningham, Mike Gregg, Dave Irwin, Ed Lewis, Linda Litman, Paul Manson and Megan Starrett.

Roll call of 9 present

COUNCIL PRESIDENT ISTNICK – Thank you, Madam Clerk. All present and accounted for. Councilman Irwin.

2. INVOCATION

COUNCILMAN DAVID IRWIN

3. PLEDGE OF ALLEGIANCE

LED BY COUNCILMAN IRWIN

COUNCIL PRESIDENT ISTNICK – Thank you, Councilman Irwin.

4. READING OF THE JOURNAL

COUNCIL PRESIDENT ISTNICK – Madam Clerk, are the minutes of the previous meeting transcribed and open for public viewing?

COUNCIL CLERK ROLLAND – No ma'am. I'm still working on them.

5. REMARKS OF DELEGATIONS AND CITIZENS TO MATTERS ON THE AGENDA

LARRY DELUCA – 2954 Veterans Blvd. S.E., Massillon, Ohio. Thank you, Madam President and thanks for last week for letting all the residents of Massillon engrained in this to really speak out. I've got some questions about this whole thing. I don't have any ill-will against Aultman Hospital, as a matter of fact, I use the emergency room or whatever it is, on Wales Rd. there. They've really helped me out and I made a lot of good friends over there. I also use the physical therapy over there and they were very nice to me. And so, I have no ill-will and they're not the bad guys, Aultman Hospital. But, in attendance, Kevin Pete, I believe you're the strategist for the hospital and Mr. Roth, the CEO of the Aultman Health Foundation. Massillon would just like to have a hospital engrained into Massillon. I think, Mr. Roth, I think stated in the paper and I don't know if this is true that it's going to take so much to fix the hospital. 150 beds is a lot of hospital, but what they were doing wrong there as I know people that worked there; they were billing \$50,000 to \$60,000; double billing and stuff like that and they also had 850 people as the Mayor said and that was too many. They needed about 250. But, getting back to where we're at right now, I know I have limited time; I think that we could have done more. I've talked to some Council members privately and I won't mention the names. I think you talked to, you did talk to Metro Health, I do believe. One of the things they just got on a bill that was out of Columbus, Ohio, Mayor, and thank you for doing that. They weren't interested. I think Cleveland Clinic was a "no" also. One of them, University Hospital, I

think, don't quote me on it, but I think you went twelve times with them at University Hospitals. I know you were sick too, Mayor, during this time and I hope you feel better and I know you probably didn't put as much time in it because of your sickness, as somebody had told me. And so, I hope you are feeling better in regards to that. But I just think that we need to have a hospital that we could have done something like skilled...I don't think it's as bad as Mr. Roth is saying it when he went there. I think it could be scaled down to 50. It wouldn't cost you \$8 million dollars and I just think we need some more time with Aultman giving us approval especially when you're coming into a place that's not Canton, Ohio, and let us citizens try to get at...you know, I thought there would be doctors involved in this and that. I know there was state people, I know them all. But I think we could have done more than just trade magazines that you got sending out all across the country. We could do better than that. I know you mailed out flyers and that, I don't think that's going to do anything. I just think that we needed some more time. We only had seven months, Aultman. Why not give us another two or three months so we can put this through to the people of Massillon? You're coming in, your going to want the goodwill of Massillon. And another thing, and I'll end it up, Madam President, I'll tell you the truth, I'll just level with you. I asked Veronica Van Dress at the Independent. I said that I would like for you to ask the Mayor and ask Mr. Pete what was going on? I read this here, what was in the paper they just put in the Independent and it's everything that was regurgitated before, which is great. But what I wanted to do is I wanted an idea of what's going on, how deep it is at Aultman Hospital. And what about our helipad? I know Aultman, I talked to some people at Aultman. They have a helipad, but they don't actually fly Aultman helicopters; it's a different service and they have one helipad, some hospitals have two. Maybe that would change my mind a little bit more if we had a helipad that could get from there to there. Because I'll be truthful with you, I've talked to some paramedics, if the record, coming from Massillon to going to Aultman and again, whatever you guys do, Council, I want to thank you for doing it. Dr. Seese too, the Mayor mentioned. He was a good friend of mine. My grandmother come up from Pittsburgh, Pennsylvania, so, I would like to keep, for all you Council members, I'd like to look you in the face and say when you do this today, I would like for you to think about Dr. Seese in doing it. And again, I have no ill-will, but I think we just need a little bit more time on this. Thank you.

COUNCIL PRESIDENT ISTNICK – Thank you, Mr. Deluca. Please sign the paper.

LARRY DELUCA – I already signed it.

COUNCIL PRESIDENT ISTNICK – Is there anyone else that would like to come forward and speak on a topic that appears on tonight's agenda? And thank you, Mr. Deluca. You kept it very close to three minutes.

PAUL DOERING – 318 – 4th St. N.E., Massillon, Ohio. So, now here we are, decision day. Will you vote to accept the Aultman proposal for a hospital and thereby, guarantee the nice, new present hospital will never be used as a public hospital again or not? Some have criticized the use of Facebook Sounding Board in this matter, what is wrong with it? It's a convenient way to get the facts out into the open, where they belong where thousands of people that can see them and then get people's instant reaction. I have done this and found most responses have been in favor of my writings against the Aultman proposal. There has been no openness or transparency on the negotiations for the hospital. Why were all the meetings on the hospital held in Executive Session? What is the big secret? You have said, so the negotiations would not be affected by other people knowing what is going on. But, why not? That is not how a representative democracy is supposed to work. You could have at least reported who was being considered and generally how the discussions went without giving out all the details. But, the public go nothing on this and now we are told we should just approve the Aultman deal and then we will be given all the details of previous negotiations and runner-up deal later. That will, however, be too late to save our hospital. Massillon stands to make millions of dollars on the hospital because of the value of the medical equipment, buildings and demolished land. There have been many very insightful and intelligent comments on my postings. What if Aultman does not follow through on their proposal to build an ER? They have been talking about building an ER for a year now. On January 26th, the newspaper reported, Aultman West opening ER facility in six months. I can recall being summoned by my leasing agent from Cutler in March that I needed to get down to the McClymond's building right away because Aultman was considering it for an ER. I went right down and talked to them, but nothing happened. Now it is twelve months since their original announcement which said six months and they are saying another eight to nine more months. Will it ever happen or continue to be delayed? If it does not happen, will Massillon still not be allowed to open an ER in the current hospital? Why does Aultman even want this clause that

no one can open an ER at the present site? Is it because \$2 million dollars is cheap for them to get Massillon's medical services permanently? Is there a clause to protect Massillon if Aultman doesn't follow through with an ER? I am sure the Mayor and the Council have good intentions in the hospital matter. The problem is, they have no experience in negotiating with large hospitals and are dealing way out of their league. I have recommended Rivnack and Associates which specializes in hospital negotiations. John graduated with me from WHS in 1970. Not only has he offered initial consultation for free, he has a genuine interest in helping his hometown. His fee of \$200.00 per hour is not excessive per his experience in putting many hospital deals together all over the country. So, don't make the irreparable mistake of accepting the Aultman Hospital offer. At least, ask for a delay and have everything checked by experts in this field. Show the City of Massillon that you care about what they are saying. Keep the Massillon Tiger fighting spirit alive. Don't allow Massillon to be forced to become a satellite of Canton for medical services. Save the lives of those that will die needlessly while riding to Canton in an ambulance when you have a hospital, one-third of which is only five years old and 80% of which was built since 1979. Don't allow property values to go down and businesses and industries as well as people to no longer consider Massillon or leave Massillon because it does not have a hospital. Thanks for listening. Happy Holidays and Merry Christmas.

COUNCIL PRESIDENT ISTNICK – Thank you, Mr. Doering. Is there anyone else that would like to come forward and speak on a topic that is on tonight's agenda?

6. INTRODUCTION OF ORDINANCES AND RESOLUTIONS

ORDINANCE NO. 163 – 2018

BY: FINANCE COMMITTEE

AN ORDINANCE authorizing the Director of Law of the City of Massillon, Ohio, to enter into a one (1) year agreement with the Village of Brewster, Ohio, for the purpose of providing prosecutorial and legal services to the Village of Brewster, and declaring an emergency.

COUNCIL PRESIDENT ISTNICK – Councilman Lewis.

COUNCILMAN LEWIS – Yes. This ordinance, as discussed last week, is an agreement with the Village of Brewster so that our Prosecutor's office is able to prosecute the cases that come before the court. Previously Brewster and Navarre had used an outside legal service and now they wish to transfer their services to our Law Dept. Any questions or discussion? Seeing none, I make a motion that we suspend the rules requiring three readings and bring Ord. No. 163 – 2018 forward for a vote.

COUNCIL PRESIDENT ISTNICK – Seconded by Councilwoman Starrett. Roll call for suspension.

9 yes for suspension

COUNCIL PRESIDENT ISTNICK – And for passage.

9 yes for passage

COUNCIL PRESIDENT ISTNICK – Thank you, Madam Clerk. Ord. No. 163 – 2018 has passed. Ord. No. 164 – 2018.

ORDINANCE NO. 164 – 2018

BY: FINANCE COMMITTEE

AN ORDINANCE authorizing the Director of Law of the City of Massillon, Ohio, to enter into a one (1) year agreement with the Village of Navarre, Ohio, for the purpose of providing prosecutorial and legal services to the Village of Navarre, and declaring an emergency.

COUNCIL PRESIDENT ISTNICK – Councilman Lewis.

COUNCILMAN LEWIS – This is the same thing as Ord. No. 163, but with the Village of Navarre. Any questions or discussion? Seeing none, I make a motion that we suspend the rules requiring three readings, bringing Ord. No. 164 – 2018 forward for a vote.

COUNCIL PRESIDENT ISTNICK – Seconded by Councilwoman Starrett. Roll call for suspension.

9 yes for suspension

COUNCIL PRESIDENT ISTNICK – And for passage.

9 yes for passage

COUNCIL PRESIDENT ISTNICK – Thank you, Madam Clerk. Ord. No. 164 – 2018 has passed. Ord. No. 165 – 2018.

ORDINANCE NO. 165 – 2018

BY: FINANCE COMMITTEE

AN ORDINANCE making certain appropriations from the unappropriated balance of the 1210 Fire Pension Fund, for the year ending December 31, 2018, and declaring an emergency.

COUNCIL PRESIDENT ISTNICK – Councilman Lewis.

COUNCILMAN LEWIS – Yes. This appropriation ordinance is appropriating \$15,603.74 for the purpose of making sure that we are able to make all payments to the Fire Pension Fund by end of the year. Any questions or discussion this evening? Seeing none, I make a motion that we suspend the rules requiring three readings, bringing Ord. No. 165 – 2018 forward for a vote.

COUNCIL PRESIDENT ISTNICK – Seconded by Councilwoman Litman. Roll call for suspension.

9 yes for suspension

COUNCIL PRESIDENT ISTNICK – And for passage.

9 yes for passage

COUNCIL PRESIDENT ISTNICK – Thank you, Madam Clerk. Ord. No. 165 – 2018 has passed. Ord. No. 166 – 2018.

ORDINANCE NO. 166 – 2018

BY: FINANCE COMMITTEE

AN ORDINANCE reducing the appropriations in the 1209 Police Pension Fund, for the year ending December 31, 2018, and declaring an emergency.

COUNCIL PRESIDENT ISTNICK – Councilman Lewis.

COUNCILMAN LEWIS – Yes. This ordinance would be reducing the Police Pension by \$ -23,165.26 and this is to balance the account out for end of the year. All payments have been made and up to date. Any questions or discussion? Seeing none, I make a motion that we suspend the rules requiring three readings, bringing Ord. No. 166 – 2018 forward for a vote.

COUNCIL PRESIDENT ISTNICK – Seconded by Councilman Manson. Roll call for suspension.

9 yes for suspension

COUNCIL PRESIDENT ISTNICK – And for passage.

9 yes for passage

COUNCIL PRESIDENT ISTNICK – Thank you, Madam Clerk. Ord. No. 166 – 2018 has passed.

7. UNFINISHED BUSINESS

8. PETITIONS AND GENERAL COMMUNICATIONS

A Request for a New Liquor License for M & S Bar and Grill, LLC, located at 62 Erie St. S., 1st Floor Only, Massillon, Ohio 44646. Permit Class is D3A and is located in Ward 2.

COUNCIL PRESIDENT ISTNICK – Councilman Irwin, have you received a copy of this?

COUNCILMAN IRWIN – Yes, I have.

COUNCIL PRESIDENT ISTNICK – Okay. It will be read into the record and referral to the proper councilperson has been done.

A Request for a Liquor Agency Contract for Buehler Food Markets, Inc., located at 2226 Lincoln Way N.W., Massillon, Ohio 44647. This is a Liquor Agency only application and is located in Ward 6.

COUNCIL PRESIDENT ISTNICK – Councilwoman Litman.

COUNCILWOMAN LITMAN – Yes, I have received notification of that.

COUNCIL PRESIDENT ISTNICK – Thank you. That has also been read into the record and a copy has been referred to the proper councilperson.

9. BILLS, ACCOUNTS AND CLAIMS

Copeco	-	\$ 387.84	Contract Base Rate 12/1/18 to 02/28/19
Walter H. Drane	-	4,859.51	2018 Replacement Pages of Codified Ordinances
		\$5,247.35	Total

COUNCIL PRESIDENT ISTNICK – Councilman Lewis.

COUNCILMAN LEWIS – I make a motion that we pay the bills.

COUNCIL PRESIDENT ISTNICK – Seconded by Councilwoman Litman. Roll call

9 yes to pay the bills

COUNCIL PRESIDENT ISTNICK – Thank you. The Clerk will pay the bills and charge them to their proper accounts.

10. REPORTS FROM CITY OFFICIALS

Treasurer's Report - November 2018

11. REPORTS OF COMMITTEES

COUNCIL PRESIDENT ISTNICK – Our next Work Session is Thursday, December 27, 2018, at 6:30 p.m.

12. RESOLUTIONS AND REQUESTS OF COUNCIL MEMBER

13. CALL OF THE CALENDAR

ORDINANCE NO. 138 – 2018 **BY: FINANCE COMMITTEE**
Tabled December 3, 2018 until December 17, 2018

AN ORDINANCE to adopt appropriations for the operating and capital expenditures of the City of Massillon, Ohio, for the fiscal year 2019.

COUNCIL PRESIDENT ISTNICK – Councilman Lewis.

COUNCILMAN LEWIS – Yes. This also known as the annual budget for 2019. It has been in discussion for eight or more weeks among City Council members. If all inquiries and discussion are satisfied, we will be moving forward to vote and we pass it tonight or have a

Special Meeting until we pass something because we need to pass it by the end of the year. Any questions or discussion?

COUNCIL PRESIDENT ISTNICK – Councilman Manson.

COUNCILMAN MANSON – I think we've gone through it pretty well.

COUNCILMAN LEWIS – I, as well. We have had numerous department heads and other throughout the City come in to discuss and evaluate. I make a motion that we bring Ord. No. 138 – 2018 forward for a vote.

COUNCIL PRESIDENT ISTNICK – Seconded by Councilman Manson. Roll call for passage.

9 yes for passage

COUNCIL PRESIDENT ISTNICK – Ord. No. 138 – 2018 has passed. Ord. No. 143 – 2018.

ORDINANCE NO. 143 – 2018 **BY: FINANCE COMMITTEE**

Tabled December 3, 2018 until December 17, 2018

AN ORDINANCE amending Ordinance No. 143 – 1976 to enact a new Section "ALLOCATION OF FUNDS – INCOME TAX" by repealing Section 13 – "ALLOCATION OF FUNDS – INCOME TAX" and enacting a new Section 13 – "ALLOCATION OF FUNDS – INCOME TAX" and repealing Ord. No. 147 – 2017.

COUNCIL PRESIDENT ISTNICK – Councilman Lewis.

COUNCILMAN LEWIS – Yes. This is also known as the split. The amount of the income that's collected that goes towards the General Fund compared to the amount that goes to Capital Improvement. This continues to mark the City's initiative to move towards more dollars being available in the capital improvement. Every year we add an extra percentage to that split to capital improvement. Are there any discussions or conversation this evening? Seeing none, I make a motion that we bring Ord. No. 143 – 2018 forward for a vote.

COUNCIL PRESIDENT ISTNICK – Seconded by Councilwoman Litman. Roll call for passage.

9 yes for passage

COUNCIL PRESIDENT ISTNICK – Thank you, Madam Clerk. Ord. No. 143 – 2018 has passed. Ord. No. 144 – 2018.

ORDINANCE NO. 144 – 2018 **BY: FINANCE COMMITTEE**

Question Divided December 3, 2018. Portion of Ord. No. 144 – 2018 pertaining to City Employees passed December 3, 2018. Portion of Ord. No. 144 – 2018 pertaining to Park and Recreation Dept. Employees Tabled until December 17, 2018.

AN ORDINANCE authorizing the Director of Public Service and Safety of the City of Massillon, Ohio, to amend salary and wage schedules for the MISCELLANEOUS PART-TIME SCHEDULE, UNCLASSIFIED EMPLOYEES, and SUPERVISORY (CLASSIFIED OR UNCLASSIFIED) – CLASSIFIED EMPLOYEES, and declaring an emergency.

COUNCIL PRESIDENT ISTNICK – Councilman Lewis.

COUNCILMAN LEWIS – Yes. This was tabled because we wanted the Park and Recreation Board to have a moment to weigh in on it. It has been communicated to us that they did pass this and are in agreement with the raises going to their employees. So, we can now bring this section forward for a vote. Are there any questions or discussion this evening? Seeing none, I make a motion that we bring the remainder portion of Ord. No. 144 – 2018 forward for a vote.

COUNCIL PRESIDENT ISTNICK – Seconded by Councilwoman Starrett. Roll call for passage.

9 yes for passage

COUNCIL PRESIDENT ISTNICK – Thank you, Madam Clerk. Ord. No. 144 – 2018 has passed.

14. THIRD READING ORDINANCE AND RESOLUTIONS

ORDINANCE NO. 146 – 2018

BY: PARK AND RECREATION COMMITTEE

AN ORDINANCE authorizing the Massillon Recreation Center to extend the offer to all City employees who are eligible for healthcare benefits another two (2) year complimentary membership to the Massillon Recreation Center effective January 1, 2019, and to allow City employees to purchase a married couple or family membership and deduct the cost of an individual membership from that cost and the difference would be an out-of-pocket expense for the City employee.

COUNCIL PRESIDENT ISTNICK – Councilwoman Creamer.

COUNCILWOMAN CREAMER – Thank you, Madam President. As discussed in the Work Session, this ordinance will extend the offer to all City employees who are eligible for healthcare benefits. A complimentary two-year membership to the Massillon Rec. Center. Are there any questions or concerns at this time? Seeing none, I make a motion to bring forward Ord. No. 146 – 2018 for a vote.

COUNCIL PRESIDENT ISTNICK – Seconded by Councilman Irwin. Roll call for passage.

9 yes for passage

COUNCIL PRESIDENT ISTNICK – Thank you, Madam Clerk. Ord. No. 146 – 2018 has passed. Ord. No. 157 – 2018.

ORDINANCE NO. 157 – 2018

BY: COMMUNITY DEVELOPMENT COMMITTEE

AN ORDINANCE authorizing the Director of Public Service and Safety of the City of Massillon, Ohio, to enter into a Letter of Intent (LOI) with Group #3, and declaring an emergency.

COUNCIL PRESIDENT ISTNICK – Councilman Manson.

COUNCILMAN MANSON – Thank you, Madam President. I would like to have a little discussion on this with these council members here. I have to make some points here. I have many things that I want to say now. I almost 100% agree with what Mr. Doering said back here. I think we need to take a harder look at this and I think we need to take at least a little bit more time and maybe a little more than that and I can explain. I said something to Mr. Roth about that I think we should extend this thing at least a month and maybe six months. The reason that I said that, I think we need to clear up exactly what this is with Mr. Roth and Aultman. But also, I don't want to attack the way we did this or anything. I understand that the Administration feels they gave a 100% effort and I think that they did give it a very good effort. I won't classify it as 100%, but I think we've made an effort here so far. I think the people on Council feel that we've made an effort here and maybe we didn't work as hard as the Administration, but we've done a lot ourselves. I made some points along the way that I just think are wrong, that I can't agree with and I want to go through them one more time and explain my position. The first thing was that I brought up about annexing the office part of the Aultman Wales Rd. I don't know why it was done like that in the first place, I have my suspicions, but as I said, that thing is totally surrounded by the City of Massillon. If you want to get the map out, I got the map out and showed people in here at different times. And that's the way it's been since that was established. My problem is taxes. People in Massillon, if you're working and you're making \$20,000 a year hauling groceries out of Buehler's, you have to pay your taxes. Now we have people that are in this area up there that are making considerably more than that. Somebody on Council said that the taxes out of that alone may be \$30,000. Well, I'm saying they could be a whole lot more than that if this thing is successful out there. But the point is, the highest paying people that are working at the building up there, do not pay city taxes to Massillon. Come around and ask for an abatement. We have abatements; we did things with one business that we give them 50% of their income tax back. They pay it, we give it back to them. If their employment's down, they're going to get less money back next year. But it was for a period of time and I think we need to consider something like that if they still want to stick with that. But I believe they should annex and everybody up there should be

paying it. The part that I have a problem with is the "non-compete". I had people, when this first came out, and you know, we can say we worked on this a long time, but we didn't get a proposal until September, I believe is when we got our first three proposals. One, two, three; I believe it was September wasn't it. Somewhere around there. Okay. That's not a long time ago. The Massillon people, the residents have only had it for two weeks today, okay. A lot of people told me when they first heard it, they thought it was great. Aultman's going to give us \$2 million dollars, \$2 million sixty dollars and they're going to put the money in up there which is good. I heard the same thing that this has been talked about and being in place for quite a long time. I'm getting a little confused here. I wanted to make this point. They haven't seen it. They saw the deal that Aultman was going to pay us, okay. But they also thought we could still go after a hospital. Well, they found out, no, we can't and there were a number of people, I even had them into the second week of this thing, that still thought we could take the Aultman deal and still try to put a hospital in there. And as this deal is written, we can't. There's a non-compete clause and that's where I feel that if this hospital is in that poor of a shape and there's nothing that can be done with it, over six months, it's not going to hurt. I would propose that during that six months that if we did get somebody, that we would give them the \$2 million back and maybe even juice it with another \$2 million if we get somebody; that would be part of the deal if they came in there. A lot of things are done like that when you enter into deals. Somebody demands to get their money back and I think maybe the City and Aultman would be kind of rolling the dice on this thing a little bit. But they would get their money back. I know the attorneys, I know the Administration feels they gave it an all-out effort. Myself, I never talked to anybody. I contacted people to try to understand how this stuff worked, but I didn't talk to anybody because we agreed we were going to keep this thing tight mouthed, tight lipped and let the Administration go at it. I think we need to bring in a couple of professional groups that work with troubled hospitals. One just like what Mr. Doering said and interview and talk to them and see if there is anything realistic out there. Things I've told people, we have 33,000 people in Massillon, roughly, and I figure there are another 10 to 15 thousand around. Well, I've been told that we're in the center of 70,000 people here. That's a lot of people and I just think we need to slow this thing down a little bit and try to handle it along the way. I know Aultman's plan, what they gave us, first three months they were going to be looking at how to redesign it and stuff like that and then they would get all the approvals from the engineers over the next six months and then they would build in nine months, we would have something. That's still a lot of time out there. If we did come up with somebody, like I said, we could give them their money back for what they tied up in their planning. All we've talked about is what's sustainable. We haven't talked about the healthcare. Today or yesterday, we all heard that sometime in the last several days, a judge somewhere ruled Obamacare unconstitutional and they're going to try to do away with it, period. The last election in the United States, the number one thing in that election when they talked with the voters later was healthcare. It's on the minds of at least 60% of the voters in this country that we need to deal with this thing and I just believe we are short shift in Massillon if we don't give this a little bit more time without messing this thing up. That's all I have to say right now.

COUNCIL PRESIDENT ISTNICK – Councilman Lewis.

COUNCILMAN LEWIS – Yes. I have a series of questions that I would ask that Council be patient with me while I go through these. It would involve calling up a couple of different people. The first person that I would like to call up would be the Mayor.

COUNCIL PRESIDENT ISTNICK – Thank you, Mayor.

MAYOR CATAZARO-PERRY – Good evening, Madam President, Members of Council.

COUNCILMAN LEWIS – Thank you, Madam Mayor. Through this process, a lot is going on and I just felt that with tonight being such an important vote that maybe it would be worthwhile to kind of re-evaluating the timeline and just putting that on the record. So, we were notified that Affinity had plans to close their hospital, was that last December or January?

MAYOR CATAZARO-PERRY – January the 5th.

COUNCILMAN LEWIS – January the 5th. I may, at that time, have given approximately a thirty-day notice or so?

MAYOR CATAZARO-PERRY – I believe that it was 60 days.

COUNCILMAN LEWIS – 60 days. So, it was about March when they were planning on closing. And at that time, did the Administration attempt to contact Affinity and see if there was any room to discuss and take an alternative route?

MAYOR CATAZARO-PERRY – We tried everything. In fact, the day that this happened, we had state representatives, the Stark Economic Development Board, our Chamber, Scott Oelslager and probably some hospital administrators as well as physicians in my office by 4:00 p.m.

COUNCILMAN LEWIS – And so, after discussion with them and they appeared to be too receptive to those conversations in trying to sustain the hospital, that is when we decided to possibly take the action of using the court systems or legal routes to help sustain our hospital in our community?

MAYOR CATAZARO-PERRY – So, we were trying to understand why so sudden. The physicians did not know about it, the Board did not know about it. So, we were trying to understand why, what made them make this drastic decision to close at short notice. They never contacted us to say they were in trouble and so, many of the physicians said "Well, lets get together a group of doctors and we'll buy it and run the hospital". At that point, we felt that we needed outside counsel. So, at the next meeting, we brought in Lee and David just to listen to the concerns of the physicians and the staff from the hospital.

COUNCILMAN LEWIS – And to be clear, when you Lee, you mean Lee Plakas and Dave Dingwell?

MAYOR CATAZARO-PERRY – Excuse me. Mr. Plakas and Mr. Dingwell.

COUNCILMAN LEWIS – Thank you. And then also, I want to verify that the owners of Affinity were also, at one time, the owners of Doctors Hospital when it closed?

MAYOR CATAZARO-PERRY – So, they had to make a decision on which hospital they were going to close. Both of them were working and in great working condition and they needed to make that decision and since we had the Pocock restrictions, and I believe Mr. Plakas worked on those and at the time that I sat on City Council, those were removed. The restrictions were removed and therefore, then they chose to bring the hospital to Massillon and then Doctors Hospital closed.

COUNCILMAN LEWIS – And so, given their lack of receptiveness to hear discussions, their lack of communication about their closing and then I would say even the evidence of how they handled Doctors Hospital upon its closure and it is still just a shell of a vacant building in the middle of Perry Twp. That is what led us to up the ante using Plakas' law firm and take this to court. Would that be accurate?

MAYOR CATAZARO-PERRY – Yes. We're trying to extend the services for our community and we were saying "Give us more time, don't shut the doors just yet. Give us more time before you do that". And during the course of that hearing, it was decided that they would give us the hospital for \$1.00.

COUNCILMAN LEWIS – So it was that action that forced or coerced or however you want to look at, opened Affinity up to discussion with us. We got the hospital for \$1.00, all of its assets including leases and stuff?

MAYOR CATAZARO-PERRY – We did receive some of those. Some of those we did not receive and we did pay to have a, I can't think of the exact legal term, but we went through to make sure that everything was clear and free.

COUNCILMAN LEWIS – And, in fact, part of that negotiation was the decommissioning of the hospital as well, correct?

MAYOR CATAZARO-PERRY – They had to do through the decommissioning process before they turned it over to us on May 16th.

COUNCILMAN LEWIS – So, technically, by the time the City received the, what we call the hospital, actually we were just received real estate and equipment. The hospital had already

been closed and was not able to be operated as such due to the lack of a commissioned hospital in the State of Ohio?

MAYOR CATAZARO-PERRY – Through the agreement, the hospital was able to close on its on and went through the decommissioning process, yes.

COUNCILMAN LEWIS – I just wanted to emphasize that point. Because, technically, we keep saying “hospital”. But we don’t have a hospital. We have a building that was built for a hospital that could be utilized as a hospital, but someone would have to come in and recommission that hospital, staff it and get it all up and running and that a process; it’s not just a turn-key operation and I think it’s an important part to consider. So, after all of this happened, we then started the market of the property and we received a number of interests, but only three passed initial inspections, is that correct?

MAYOR CATAZARO-PERRY – We actually marketed the property right away. I believe within the week I met with Mr. Roth at Aultman and his team. We also met with Mercy to talk with them and then we started working on letters. David Maley sent out multiple letters and then we started visiting with hospital entities and Representative Schuring attended some of those meetings with us.

COUNCILMAN LEWIS – Now, and the intention of my next question was about that Aultman has been with us in these discussions since the beginning, is that correct?

MAYOR CATAZARO-PERRY – That’s correct.

COUNCILMAN LEWIS – At any time, did you feel that your Administration or representatives of your Administration were being persuaded or strong-armed not to negotiate with other systems or do you feel that Aultman put their interest out there and allows us to operate freely in our own circuit?

MAYOR CATAZARO-PERRY – They absolutely did. In fact, when we first met with them, they told us right up front that they were not interested in purchasing the hospital. They had been years ago, but that was not going to be the case at this time. And so, we went on our journey to try to find an operator for the building.

COUNCILMAN LEWIS – Okay. And then, I know that we can’t go into too many details right now, but, to the best of your ability, can you summarize or state that the established systems in our area and there are numerous; we talked about Cleveland, Columbus, Akron, Pittsburgh, Youngstown. These established systems in our surrounding area, did not show reasonable interest in this facility. Is that accurate?

MAYOR CATAZARO-PERRY – That is accurate. As I shared before, you know, we’ll be willing to share all of that information when our outside legal counsel says that it is appropriate and timely do so.

COUNCILMAN LEWIS – Thank you. That’s all the questions that I have for the Administration.

COUNCIL PRESIDENT ISTNICK – Does anyone else have any questions while the Mayor is up here? Thank you. Councilman Manson.

COUNCILMAN LEWIS – I have some questions for someone else.

COUNCIL PRESIDENT ISTNICK – Oh, I’m so sorry, Mr. Lewis.

COUNCILMAN LEWIS – There’s two other people I plan to call up.

COUNCIL PRESIDENT ISTNICK – Okay.

COUNCILMAN LEWIS – Mr. Plakas, if you don’t mind.

COUNCIL PRESIDENT ISTNICK – Thank you, Mr. Plakas.

COUNCILMAN LEWIS – Mr. Plakas, you were hired by the City to represent the City on behalf of our negotiations and early on in the legal discussions with Affinity, correct?

LEE PLAKAS – That is correct.

COUNCILMAN LEWIS – Thank you. Would you mind stating for the record, how many years have you personally been in practicing law?

LEE PLAKAS – 42 years.

COUNCILMAN LEWIS – And your law firm has been in existence for how long?

LEE PLAKAS – 62 years.

COUNCILMAN LEWIS – Very nice. With all that, can you give me maybe a summary as to your credentials as to be qualified to represent the City in this matter? I'm trying to put you on the "hot seat" here. I'm just trying to show that you are a qualified person that represented the City well. That's all I'm trying to do.

LEE PLAKAS – Sure. Thank you. Over the years we have been involved in some of the most significant business transactions and litigation transactions in this county and in northeastern Ohio. Those transactions include medical transactions. They include litigation representing hospitals and pursuing hospitals and in terms of any relationship or any bias, one way or the other, many people and Mr. Roth knows is that we've been on the other side of courtrooms and in fact in some of the most significant cases in this county's history. So, with that, our sole mission, our sole objective and our sole professional responsibility was to do what was in the best interest of this community and as I understood the mission, our mission was to take appropriate legal action and this transaction whereby the City received ownership of the assets, happened only after Common Pleas Court Judge, Chryssa Hartnett, issued a judicial order preventing Affinity Hospital from closing. And the hospital was concerned as to how long that order would be extended. The fact that a judge ordered a hospital to continue operations was a very significant legal milestone and I think it made the point very clear to Affinity that this proud city was not going to easily let go of its right of its interest in having a functioning hospital. So, with that, it was our objective to put this community in the position where it could explore its options and be a master of its own destiny. Having said that, there's a difference between being able to explore options and be a master of your own destiny and being able to achieve your dreams. The dream of this community is, as we started, have a vibrant hospital. This body, this City Council, this Administration as from my purview, have done everything reasonably possible to explore those options and we are where we are. We have the right to control our destiny regardless of the fact that this community has not achieve its dreams. So, that was probably a long-winded lawyer's answer to maybe a simple question. What else can I help with?

COUNCILMAN LEWIS – Basically, what we were getting to is that with your 42 year experience, 62 year experience of the law firm and then, obviously, the decade of experience of partners and other legal professionals that work at the law firm, your firm that you are a part of, has dealt with negotiations of this size in the past and in no way are the assets or the complications of this particular industry, something that you are not prepared to handle.

LEE PLAKAS – We've dealt with much larger transactions. Much more complicated transactions. Not to say this is a simple transaction because a hospital always deals with a lot of moving parts and pieces, not the least of which is the patients in the hospital and that was one of the reasons that Judge Hartnett took the very unique and effective action of preventing Affinity from closing on their own timetable. Because the best interest, the safety, the health of this community was at risk had they been able to close when they wanted to.

COUNCILMAN LEWIS – Now, given all of those years of experience, have you ever seen a negotiation where members who are negotiating, interested parties, would have been having their names or details or anything of that sort made public?

LEE PLAKAS – The certain way to make sure that there are negotiations and that no one makes an offer is to let private organizations, even if they're publicly chartered, is to let them think or fear that everything they say and do will be splayed out in the public. That's not how significant business are started or negotiated or ended. It just doesn't happen; won't happen and if you want to make sure, next time you're involved in a significant public transaction, if you let people know that every offer, every proposal, every discussion is going to be in the

newspaper the next day, then this Council would be sitting here on your hands with not even one offer.

COUNCILMAN LEWIS – And that was my take on this whole process. I know that's been a big thing and the only thing I can relate it to is I've had the opportunity a couple of times to be involved in discussion to buy a home and I do know that through that bid process you submit your offer and your agent comes back and says you won or you lost. You don't get to know that Milan, over here, offered \$2,000 more. You don't know that. You just know that your offer wasn't accepted and that's why I kind of understood why some of this wasn't able to be as out there because you do want to be able to negotiate with everyone and try to hold your arm. Last question, I believe, in your understanding, the agreement that is before us, do you believe that this will obligate Aultman to provide the services as outlined, such as the ER and the trauma services and things of that nature in a timeframe that is reasonable. Does this agreement sure that up for the City of Massillon?

LEE PLAKAS – Yes. I think as much as possible, there's reasonable time, expectations and limitations and parameters involved.

COUNCILMAN LEWIS – If they were to violate the agreement to do that, we would then also not be on the hook, correct? That would be a breach of contract?

LEE PLAKAS – Yes. And Mr. Roth and I would probably see each other on the opposite sides of the courtroom again.

COUNCILMAN LEWIS – Alright. I think that's all the questions that I have for Mr. Plakas. Thank you.

LEE PLAKAS – Thank you.

COUNCIL PRESIDENT ISTNICK – Just a moment. Does anyone else have any questions for Mr. Plakas from Council?

LARRY DELUCA – Just from Council?

COUNCIL PRESIDENT ISTNICK – Just from Council.

LARRY DELUCA – The way it was going, some of the stuff that was said there, I had some questions.

COUNCIL PRESIDENT ISTNICK – Just Council.

LARRY DELUCA – Okay.

COUNCIL PRESIDENT ISTNICK – Councilwoman Litman.

COUNCILWOMAN LITMAN – My question to you is, do you have an obligation to recommend to us or to give us your best recommendation on this situation?

LEE PLAKAS – Yes, Councilwoman Litman. Our sole responsibility is to provide counsel and advice that's in the best interest of this body.

COUNCILWOMAN LITMAN – And can you also share the, generally, number of hours that you, your firm or Mr. Dingwell has spent on our situation in the last nine months?

LEE PLAKAS – All of that, of course, is computerized and in record, but I would have to say hundreds of hours have been spent and it's not unusual in a transaction of this nature to expend hundreds of hours over periods of weeks and months.

COUNCILWOMAN LITMAN – Thank you.

COUNCIL PRESIDENT ISTNICK – Councilman Chovan.

COUNCILMAN CHOVAN – Thank you. Mr. Plakas, Mr. Manson suggested that if we were to accept this deal with Aultman and then somebody else came by and decided they wanted to

use our Affinity building for an ER that we could simply give back the money. It's not that simple, is it? Once we do that, isn't that a breach of contract on our part?

LEE PLAKAS – Sure. Yes. The parameters of any transaction are established by the written language. Generally, a letter of intent requires certain specific action and it doesn't permit U-turns or reversals without consequences.

COUNCILMAN CHOVAN – Thank you.

COUNCIL PRESIDENT ISTNICK – Councilwoman Litman.

COUNCILWOMAN LITMAN – That restriction does not restrict any other entity coming into the City at any other location, is that correct?

LEE PLAKAS – Yes. There would be no legal authority for us to control third parties or third-party locations.

COUNCILWOMAN LITMAN – So, if an ER or even a micro-type hospital from another entity wanted to come to Massillon and as we've learned, through our due diligence, they typically want to be close a freeway or a throughway, that that would certainly be a prerogative for the City to entertain that type of a transaction?

LEE PLAKAS – Yes. That's exactly correct.

COUNCILWOMAN LITMAN – Thank you.

COUNCIL PRESIDENT ISTNICK – Councilman Lewis.

COUNCILMAN LEWIS – If the City Council were to vote on this tonight and pass it, upon passage, does that immediately make it so that the contract goes into effect? Essentially, do we run a risk of us passing it and then Aultman not signing on the dotted line?

LEE PLAKAS – Well, until a document is signed, definitively by all parties to the document, you're right, things can change. But this action is a necessary pretied to this Administration having the authority to sign that document.

COUNCILMAN LEWIS – Thank you.

COUNCIL PRESIDENT ISTNICK – Councilman Gregg.

COUNCILMAN GREGG – Thank you, Madam President. Mr. Plakas, your firm was instrumental in drafting the Letter of Intent, correct?

LEE PLAKAS – Yes.

COUNCILMAN GREGG – So, would you say that it protects the City's interest in all regards?

LEE PLAKAS – Yes. We believe that after this period of time and after recognizing and observing and being involved in the efforts of the Administration and this body, City Council, that we believe that this avenue is the most reasonable and appropriate avenue for this body, for this community, for this City pursue.

COUNCILMAN GREGG – Thank you.

COUNCIL PRESIDENT ISTNICK – Councilman Lewis. Oh, I'm sorry, Councilman Manson.

COUNCILMAN LEWIS – More questions for Plakas?

COUNCILMAN MANSON – Comments, questions? First did you have any problem with Council being very tight-lipped with the way we've handled this?

LEE PLAKAS – We were, the leakage of information is always a concern in any significant transaction. We were very impressed with the commitment of City Council to maintain confidentiality and we believe that that maintenance of confidentiality helped insure the best chance for receiving the best and most appropriate proposal and I would commend the City

Council and the Administration for keeping confidentiality because I recognize that by the nature of your occupation that you probably get dozens of inquiries and everybody wants you to tell them. But, we're very impressed and that hasn't always been our experience with other public bodies. So, the community benefited by your commitment and taking this matter seriously in terms of confidentiality.

COUNCILMAN MANSON – I'd just like to say that I feel with have a very disciplined group of people here. We may not always agree with what we do, but we did a good job of, like I said last week, doing what we were supposed to do as a Council. At the same time, we didn't get to know a lot. It's just the way it works. We had request from people who were on Council to go out to the whole community and this region out here and bring people in from North Lawrence, Beach City, Navarre and stuff like that and none of that was done. We wanted to have one or two people, Council President or maybe a couple of them on the committee to keep us informed and that. And really, the only we heard for months and months and months was "It's going pretty good", okay. At least that's what I heard. But it didn't give us the opportunity to question these things. So, I still have a problem. I've been looking into the level of the trauma center and if we're going to have a level four trauma center, I'm not satisfied with that. Now, I'd like to seen guarantees somewhere that it's going to be a level three trauma center. The statements they made here, they said it would start as a four and maybe become a three. How long? If it's nine months getting it up as four, it may be quite a long time and I'm not sure it will happen as far as becoming a three and that does concern me. Because the complaints I've gotten from people said where they've experienced this and I had people that live in Wadsworth, they went through this experience up there with their hospital and they said all they have is a glorified first care and that to me is not delivering on what we wanted to try to do. And I still feel that what I brought up here is not unreasonable. There are deals; companies do deals all the time as far as merger, partnerships and they put up money to guarantee it and I think if we guarantee that we would return Aultman's money plus some money, I still can't see why we shouldn't have an opportunity to talk to other people, other companies. I appreciate that you guys are good at your businesses, but I still feel like Mr. Doering here, that maybe we really needed somebody that that's their profession and that's where I'm holding back on this. That's it and we just move it forward.

COUNCIL PRESIDENT ISTNICK – Councilman Lewis.

COUNCILMAN LEWIS – I have a question for the Law Director.

COUNCIL PRESIDENT ISTNICK – Thank you, Mr. Plakas.

LEE PLAKAS – Thank you.

ANDREA SCASSA – Council, Madam President.

COUNCILMAN LEWIS – This is a simple question. Given the nature of the negotiations and the legal actions that were necessary for this, I understand that you were involved, but is it a fair assessment to say that the legal representative need of the City was larger than what your office reasonably handle and still meet its obligation to the City on a daily basis?

ANDREA SCASSA – Absolutely. As the Mayor went over the timeline, the only other truly dedicated civil attorney that I have in the Law Department who is also part-time, resigned in February. So, the civil side of the Law Department is currently and has been since February is me. And as you heard me say numerous times, I'm part-time. So, not only just the demands of timing that this project took in addition to the expertise that the outside counsel brought to the table was insurmountable as I've talked to this body many times about just because we're attorneys, we don't know every aspect of the law. So, the expert knowledge and skill that outside brought to the table, there was no way that the Law Department could have provided that.

COUNCILMAN LEWIS – Thank you. And so, essentially, then with us going to the law firm, we were going to an outside entity to represent our interest as has been suggested by others today, correct?

ANDREA SCASSA – Yes.

COUNCILMAN LEWIS – And I also want to clarify for everyone, you had stated that you're part-time and that is by City ordinance that you are mandated to that position as an elective, correct?

ANDREA SCASSA – Correct. Anything further?

COUNCILMAN LEWIS – No, that's it.

COUNCIL PRESIDENT ISTNICK – Thank you.

COUNCILMAN LEWIS – The only comment that I have is that this is not ideal. Essentially, as Mr. Plakas said, it's not ideal. We would have preferred another entity to come in and want to re-open the hospital and have a full range of services that meet what the City was used to, but up to the time, the facts seem that that has not been brought to us. We know the interested parties that have come involved and we do have to be careful in what we state at this, but we also know that as I had questioned the Administration, that the established systems that we know would be able to provide the level of care that we're looking for did not show reasonable interest in locating a facility at the site that we are discussing tonight. Which left us to exploring other avenues with other parties that do not have as much of a proven track record. A perfect example is the first party that we were discussing with. We released that information while we were still doing discovery because we did want the citizens of Massillon to know that there was progress being made. And as we continued to make that discovery or do that discovery, there were things that were discovered that made them less than favorable to partner with us. And to me, it's about quality of care. I believe Ms. Litman has said that numerous times and Aultman does have a proven track record in our community. And that's important. We can't just let any old group come in just because they have the money and they have the right words to say. I don't need five years from now having another failed experiment of a hospital in our community. The citizens of our town do not need that and I don't think it benefits our City. Again, this isn't ideal, but it is the offer that's before us and I guess that's all I really have to say about that.

COUNCIL PRESIDENT ISTNICK – Councilwoman Litman.

COUNCILWOMAN LITMAN – Thank you, Madam President. I too want to reiterate that not a perfect scenario for us; not something that we had hoped for, but I do think that Aultman is and has been a great partner in the community and even in the county. I've used their services many times and, unfortunately, in situations when I've driven past Affinity to get to Aultman and that has been because of their history of quality care and certainly, that is one of my considering factors when I'm asked to vote. But second, is the economic, the financial part of this deal for the City. It is our responsibility as Council members to be good stewards of the taxpayer's funds and I think that based on the due diligence that we have done and the fear, even, of going forward and if we do not have an entity come in to that facility, I mean healthcare is definitely important, but the facility cost is certainly something weighing heavily on mind, as well. And I know that we certainly cannot disclose information, but I do want to say that there are productive uses that are being considered, as we speak, for that property. So, as I look at this vote, it is almost a two-phase vote. Knowing that we've got some ideas for the usage of the property and they are certainly under consideration and productive, viable uses for that property.

COUNCIL PRESIDENT ISTNICK – Anyone else? Councilman Manson.

COUNCILMAN MANSON – First of all; a couple of things I have to comment on. Mr. Lewis brought up about the certification of the hospital and that went on very early. So, anybody that we've talked to, was facing that. They have to deal with it. It didn't matter who it was, they had to deal with getting it recertified. I guess that's it. Let's bring it forward and vote.

COUNCILMAN LEWIS – We need a motion to bring it off the floor and a second.

COUNCILMAN MANSON – I make a motion that we bring Ord. No. 157 – 2018 forward for a vote.

COUNCIL PRESIDENT ISTNICK – Seconded by Councilman Chovan. Roll call.

8 yes; 1 no for passage – Manson voted "No"

COUNCIL PRESIDENT ISTNICK – Ord. No. 157 – 2018 has passed.

15. SECOND READING ORDINANCES AND RESOLUTIONS

16. NEW AND MISCELLANEOUS BUSINESS

17. REMARKS OF DELEGATIONS AND CITIZENS TO MATTERS NOT ON THE AGENDA

BARBARA JONES – I live at 612 Young Ave., Massillon, Ohio. I was here today about a light. Where we live at, it is totally dark. My kids catch the bus at 6:45 a.m., it's pitch black and I'm supposed to be at work at 7:00 a.m. I had to rearrange my whole schedule for a little bit until I came to this meeting because there is no lighting. There's no way. I did put up some lights. My house has been broken into. The police have been out to my house seven times within the last, the end of November into December. So, I'm just asking that a light be put up so we can feel just a tad bit safer.

COUNCIL PRESIDENT ISTNICK – Thank you. Councilman Manson.

COUNCILMAN MANSON – Have you contacted the electric company?

BARBARA JONES – Yes.

COUNCILMAN MANSON – You have?

BARBARA JONES – Yes.

COUNCILMAN MANSON – And didn't come and fix it?

BARBARA JONES – There's no light there. They asked me was I going to pay for it.

COUNCILMAN MANSON – Oh, okay. I thought you meant there was a light there that was out.

BARBARA JONES – No. There's a pole there, but there's no light there.

COUNCILMAN MANSON – Okay.

COUNCIL PRESIDENT ISTNICK – Thank you.

BARBARA JONES – Thank you.

COUNCIL PRESIDENT ISTNICK – Is there anyone else who would like to come forward and speak on a topic that did not appear on tonight's agenda. Mayor, do you have any comments or anything you'd like to make before the end of the meeting?

MAYOR CATAZARO-PERRY – Thank you, Madam President.

COUNCIL PRESIDENT ISTNICK – You're welcome.

MAYOR CATAZARO-PERRY – I would like to thank Council for your vote this evening. Aultman has been at the forefront, at the very beginning, very concerned about our community and I do believe that we have emergency services for the citizens of Massillon and your vote tonight provides that for our residents. I would finally say that I think the Administrative team, the law firm of Plakas, Tzangas and Manos has been outstanding to work with as well as our Law Director and my Administrative team. We, as I promised, would uncover every single rock and I believe we've done that. We've even had legislation changed at the state level that you all are aware of. And so, I think we've worked diligently to bring services to our community and I would just like to thank you and finally welcome Aultman to our community and we appreciate your partnership. Thank you.

18. ADJOURNMENT

COUNCILMAN IRWIN – I make a motion we adjourn.

COUNCIL PRESIDENT ISTNICK – Seconded by Councilwoman Starrett. Meeting adjourned.

DIANE ROLLAND, COUNCIL CLERK

CLAUDETTE ISTNICK, PRESIDENT